

(D. P. Prouni)²¹



KAPLAN STATE BANK

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J. VERNON JOHNSON
PRESIDENT & CEO

September 16, 2005

FDIC San Francisco Regional Office
Director Johns F. Carter
25 Jessie Street at Ecker Square
Suite 2300
San Francisco, CA 94105

Dear Director Carter:

I am writing this letter to express our concern and opposition to the acquisition by Wal-Mart of the Utah ILC. We have discussed this issue at the board level and have the following observations.

We have seen the result of Wal-Mart's entry into our communities. For the most part it has had a devastating effect on small business. In some specific retail areas Wal-Mart has completely destroyed the competition. We believe the entry of Wal-Mart into the banking business would have a similar impact on community banking. Community banks are a crucial part of the infrastructure of rural America. We have serious doubts that Wal-Mart can be as good a partner with small communities as the community banks have been across the nation.

If Wal-Mart is successful in infiltrating communities with its traditional banking services, this could create an additional disadvantage for small business. Wal-Mart could in fact find its branches in a position to deny credit to the very businesses that they are competing against. Without competition from community banks, this potentially creates a conflict of interest without precedent. I do not know how the regulators could adequately guard against this potential conflict of interest.

From our standpoint we do not see this transaction as filling a gap in the delivery of service across the nation. In fact, in those areas where it makes sense, Wal-Mart has partnered with other banking institutions to deliver banking services at Wal-Mart locations. Wal-Mart has historically demonstrated that its business plan is to eliminate all competition through extreme pricing pressure. We do not think this approach is in the best interest of the banking industry. Thus, we ask that you deny Wal-Mart's application for ownership of the ILC.

Sincerely,

J. Vernon Johnson
President and CEO

JVJ/cbh